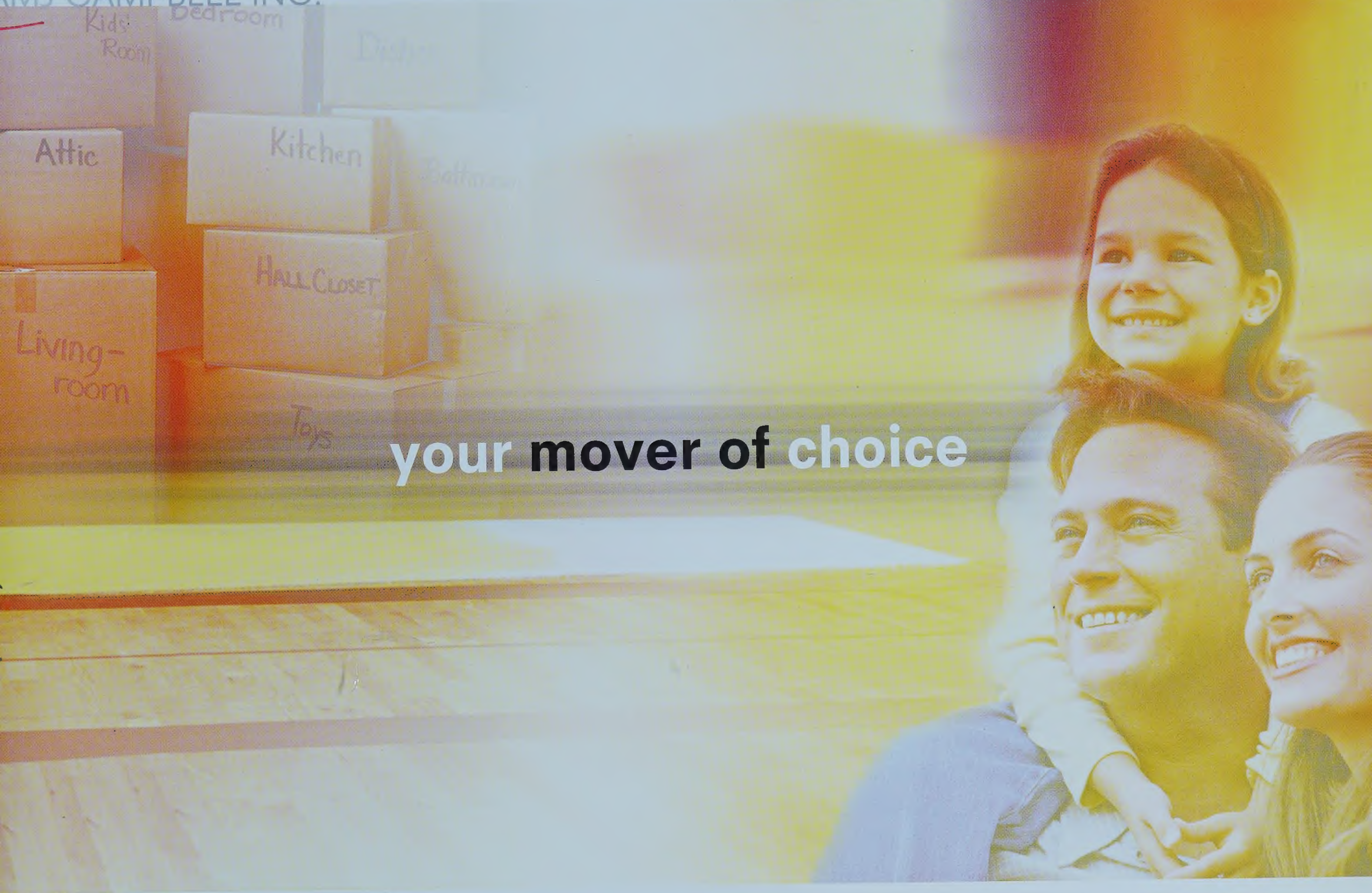
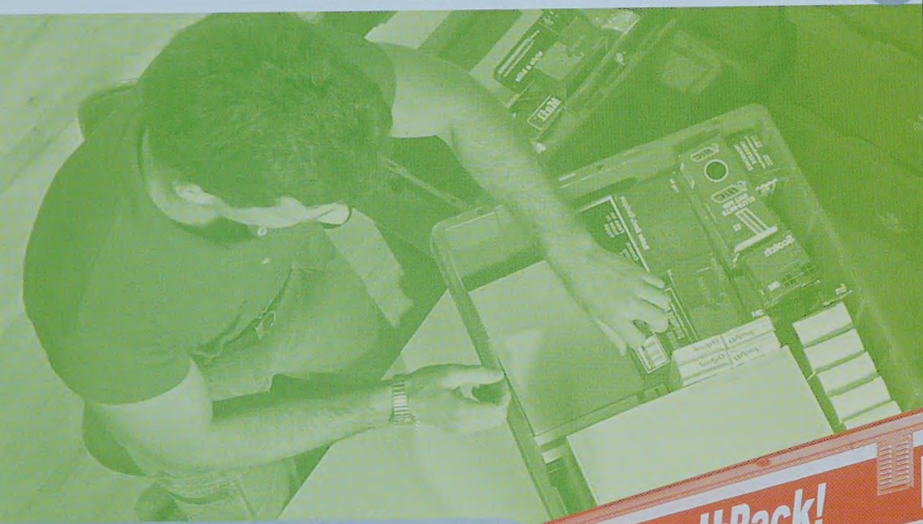
AMJ CAMPBELL INC.



2002 ANNUAL REPORT

OFFICE



AMJ Campbell knows how to move your office without disrupting your business. From planning and packing to moving and set-up, we have the credentials and specialized experience to handle every detail of even the most complex business move. Our ability to deliver consistently successful results has made us Canada's largest office mover and earned us "exclusive mover" status with many major corporations.

If you prefer to pack, but don't want to drive, AMJ Campbell's U-Move service makes it easy. Our moving professionals will drop off a trailer for you to load, then drive it to your destination when it's loaded. After you've unpacked, we'll take it away. It's a convenient and economical way to move at your own pace.

U-MOVE

MAKING THE

RESIDENTIAL

Operating out of 48 locations nationwide, AMJ Campbell provides an unsurpassed range of household moving services for individual and corporate clients, all delivered by a professional team that anticipates every customer need. That's why we consistently lead the industry in customer approval ratings and have grown to become Canada's largest coast-to-coast residential moving company.

INTERNATIONAL

A dedication to quality is one of the major reasons that AMJ Campbell's International Division is a major force in the worldwide relocation business. In just a few short years, we have grown to become Canada's second largest international mover and one of the top 10 in the world. Our advanced technology, ISO 9002 quality systems, and relentless focus on delivering results have led to sales growth of an astounding 800% over the past five years.

RIGHT MOVE


now it's your move

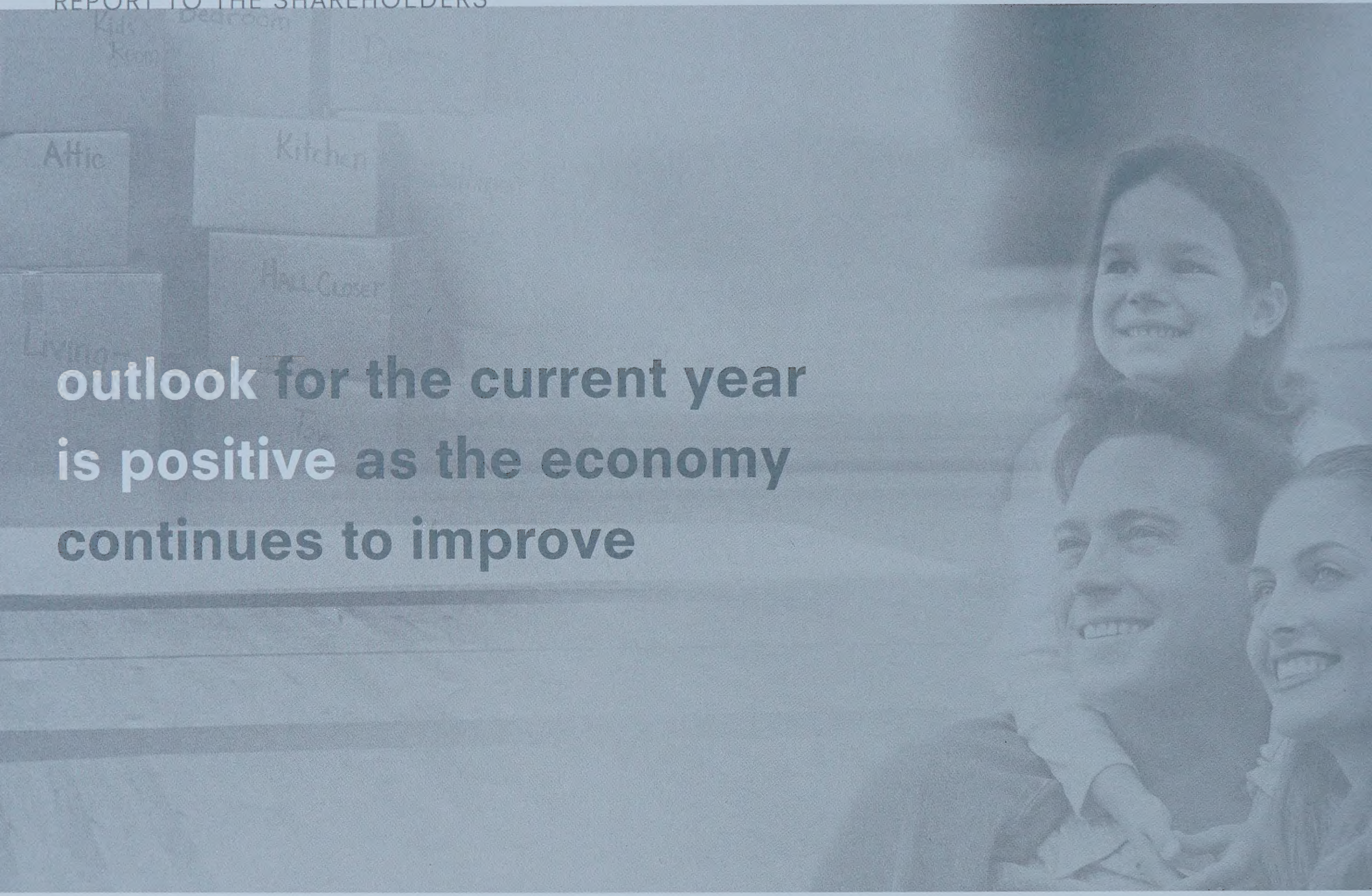
COMPANY PROFILE

■ AMJ CAMPBELL INC. IS A CANADIAN PUBLIC COMPANY WITH ITS PRINCIPAL BUSINESS DIVISION BEING AMJ CAMPBELL VAN LINES. ■ AMJ CAMPBELL VAN LINES IS CANADA'S LARGEST HOUSEHOLD GOODS CARRIER AND COMMERCIAL OFFICE RELOCATION COMPANY OPERATING FROM COAST TO COAST IN CANADA THROUGH 48 COMPANY-OWNED AND FRANCHISED LOCATIONS. AMJ CAMPBELL'S INTERNATIONAL SUBSIDIARY PROVIDES GLOBAL RELOCATION SERVICES FOR INDIVIDUALS OR CORPORATIONS TRANSFERRING HOUSEHOLD EFFECTS TO OR FROM CANADA. AMJ CAMPBELL'S ANNUAL SYSTEM-WIDE CORPORATE AND FRANCHISEE REVENUES EXCEED $140 MILLION. ■ THE SHARES OF AMJ CAMPBELL INC. ARE TRADED ON THE TORONTO STOCK EXCHANGE UNDER THE SYMBOL AMJ.

FIVE YEAR FINANCIAL SUMMARY

Years ended March 31	**2002**	2001	2000	1999	1998
Revenues of AMJ Campbell	**$ 87,796,928**	$ 88,873,985	$ 73,463,105	$ 53,421,993	$ 34,565,889
Earnings from AMJ Campbell operations before interest, income taxes and minority interest in subsidiaries	**1,742,987**	5,425,499	3,134,390	4,316,876	2,952,344
Net earnings (loss) (after interest, income taxes and minority interest in subsidiaries and discontinued operations)	**(2,233,597)**	2,208,039	(11,926,107)	803,049	641,094
Total assets	**37,069,289**	41,795,712	40,662,737	82,018,610	66,260,837
Shareholders' equity	**12,154,416**	14,498,878	12,290,839	24,655,756	22,332,330
Per share					
Net earnings (loss)	**(33¢)**	33¢	$ (1.79)	12¢	10¢
Shareholders' equity	**$ 1.81**	$ 2.14	$ 1.82	$ 3.76	$ 3.64

REPORT TO THE SHAREHOLDERS



outlook for the current year is positive as the economy continues to improve

The year ended March 31, 2002 was a disappointing one for all areas of AMJ Campbell Inc. (formerly CamVec Corporation) ("the Company"). The year began with much promise as the 2001 fiscal year was very successful with record revenues and a strong bottom line.

Unfortunately, the economy began to stall early in our fiscal year. Our strong summer moving business slowed, especially in traditionally strong markets such as Toronto and Calgary. The Toronto office moving division experienced its largest decline in business ever, as its core base of corporate clients, particularly in the information technology field, slowed spending on relocations.

Overall consolidated revenues of AMJ Campbell Van Lines totalled $87.9 million for fiscal 2002, a decline of 1.2% over the $88.9 million recorded during the preceding year.

Net earnings from continuing operations for the past year declined by 89.9% to $223,501 from $2,208,039. Virtually all of the AMJ Campbell Van Lines operations showed a decline in profitability in the year. While sales volume remained relatively strong, profitability declined as the mix of business shifted from the traditional corporate revenue base to retail moving. As well, office and warehouse overheads increased in the Calgary and Oakville offices due to relocation to new, larger facilities in the year. The exception to the overall decline was the Montreal household moving office which showed strong growth in profitability.

Interest costs, primarily resulting from the residual debt arising from the disposition of the Kord business in fiscal 2000, have declined by $186,556 to $925,063 versus the $1,111,619 in fiscal 2001. At the end of the year, management refinanced term debt with a $4.5 million facility with the Business Development Bank of Canada. This loan has a ten year amortization and thus should free up significant cash flow in fiscal 2003 when compared to the former loan facility.

During the year, the Company also recorded a loss from discontinued operations of $2,457,098. This loss is comprised of two components:

- A provision of $1,012,098 against the Company's investment in and notes receivable from McCalif Growers Supplies, Inc. ("McCalif"), the former western United States distributor of Kord horticultural products. As more fully described in the management's discussion and analysis, McCalif filed for and is currently operating under United States bankruptcy protection. The $1,012,098 provision was taken in the first quarter of fiscal 2002 and, subsequent to that time, the Company has received sufficient funds on account of the bankruptcy to eliminate any balance sheet exposure. Any future amounts received from the bankruptcy will be recorded as a gain from discontinued operations when received.
- A non-cash reduction of $1,445,000 in the future tax asset to reflect the impact of reduction in corporate tax rates on the value of the asset.

Due to the economic slowdown, AMJ Campbell slowed its pace of growth when compared to fiscal 2001 and prior years. Fixed asset expenditures declined to $802,474 from $1,551,119 in fiscal 2001. There also were no major business acquisitions in fiscal 2002.

We are pleased to report that cash flow remains healthy even with the economic downturn. Cash flow from operations was $2.3 million in the year and the Company was able to reduce overall debt levels by $1.2 million during the year.

Outlook for the current year to date is positive as the economy continues to improve. Fiscal 2003 will be the first full year of AMJ U-Move, our unique service of providing a rental trailer for those individuals who prefer to pack and load their own trailer but don't want to drive such a large vehicle. AMJ Campbell will haul the trailer from their old home to the new one. Fiscal 2003 will also mark the launch of AMJ Home Services, a one-stop shopping area for all home-based needs. AMJ Home Services have developed a network of real estate firms, legal service providers, mortgage brokers, insurers and similar service firms to provide the consumer with the ability to save time and money on every facet of a home relocation.

AMJ Campbell management continues to pride itself on the consistent quality of service across all Company-owned and franchised locations and will continue to leverage the cross-country network to grow the business. With 48 offices strategically located in all major population centres across the country, AMJ Campbell Van Lines is uniquely positioned to service the relocation needs of individual Canadian households as well as those of corporations transferring personnel throughout North America or overseas. AMJ Campbell is also the country's largest commercial office relocation company maintaining specialized office relocation facilities in most of Canada's principal metropolitan business areas.

The Board acknowledges with gratitude the hard work and dedication of employees and franchisees in persevering through a difficult year. Collectively, we look forward to continued growth and profitability in the future.

Finally, the Board wishes to acknowledge the passing of the Honourable Willard Z. Estey, C.C., Q.C., who retired from the Board in June of 2001. Mr. Estey provided many years of faithful service to the Company and its shareholders. He will certainly be missed.

On behalf of the Board,

Wayne McLeod
Chairman

Bruce Bowser
President & Chief Executive Officer

Safe Harbour clause: Information in this Management Discussion and Analysis and Annual Report relating to projected growth, improvements in productivity and future results constitute forward-looking statements. Actual results in future periods may differ materially from the forward-looking statements because of a number of risks and uncertainties, including but not limited to economic factors, demand for the Company's services, fuel price fluctuations, risks associated with geographic expansion, capital requirements, claims exposure and insurance costs and competition.

The following discussion and analysis provides a review of activities, results of operations and financial condition of AMJ Campbell Inc. ("the Company") for the year ended March 31, 2002 ("Fiscal 2002") in comparison with those for the year ended March 31, 2001 ("Fiscal 2001"). This discussion should be read in conjunction with the Consolidated Financial Statements of the Company together with accompanying notes for the fiscal period ended March 31, 2002.

RESULTS OF OPERATIONS – FISCAL 2002 COMPARED TO FISCAL 2001

Financial Highlights

	Fiscal 2002	Fiscal 2001	Versus Last Year
Revenue	**$ 87,796,928**	$ 88,873,985	(1.2%)
Earnings (loss) from continuing operations	**$ 1,742,987**	$ 5,425,499	(67.9%)
Interest expense	**$ 925,063**	$ 1,111,619	(16.8%)
Net earnings (loss) – continuing operations	**$ 223,501**	$ 2,208,039	(89.9%)
Loss from discontinued operations	**$ 2,457,908**	—	
Net earnings (loss) for the period	**$ (2,233,597)**	$ 2,208,039	

AMJ Campbell Inc.'s fiscal 2002 net earnings from continuing operations was $223,501, a decline of $1,984,538 over the $2,208,039 recorded in fiscal 2001.

Net loss for fiscal 2002 was $2,233,597 ($0.33 per share) after recognizing the following:

- a $1,012,098 write-down in the carrying value of the Company's investment in notes receivable from McCalif Growers Supplies Inc., a non-core business of the Company (see comments on "Other Risks and Uncertainties" below); and
- a $1,445,000 reduction in the future income tax amount due to a reduction in tax rates and a change in estimate of non-capital loss carry-forwards available to the Company.

Net sales declined 1.1%, or $1.0 million, to $87.9 million in fiscal 2002 as compared to $88.9 million in fiscal 2001.

Net earnings as a percentage of revenue declined significantly when compared to 2001. This decline is primarily due to the impact of the overall economic slowdown on corporate business (office moving and employee relocations). As well, increased overheads resulted in the Calgary and Oakville divisions, due to moves to new facilities.

Depreciation and amortization expense declined to $1,643,409 from $1,781,822 in fiscal 2001. This decrease is primarily due to assets which have been fully depreciated in the year offset by new additions in late fiscal 2001 and early fiscal 2002.

Interest expense in fiscal 2002 declined to $925,063 from $1,111,619 in fiscal 2001. As substantially all debt is based on floating interest rates, the Company benefited from a reduction in the prime rate which occurred throughout the year. As well, overall debt levels were generally lower throughout fiscal 2002 as compared to fiscal 2001.

Liquidity and Capital Resources

	Fiscal 2002	Fiscal 2001
Total debt (including short-term)	**$ 13,019,178**	$ 14,260,692
Shareholders' equity	**$ 12,154,416**	$ 14,498,878
Debt-to-equity ratio	**1.07**	0.98

During the year ended March 31, 2002, the Company generated cash from operations before changes in working capital of $2,618,661 as compared to $6,540,327 in fiscal 2001. Cash used to provide increases in working capital was $323,781 in fiscal 2002 versus $2,058,669 in fiscal 2001. This change is primarily due to the decline in the current portion of notes receivable and accounts receivable in fiscal 2002 when compared to fiscal 2001.

Capital asset acquisitions declined significantly in the year to $802,474 from $1,551,119 in fiscal 2001 as management scaled back capital acquisitions to compensate for slowing business. Capital additions were primarily for warehouse equipment and rolling stock.

The above spending was financed through existing bank lines.

As at March 31, 2002, the Company had unused borrowing capacity of $4.1 million, subject to bank covenant restrictions. Borrowings are at floating interest rates.

Other Risks and Uncertainties

The most recent fiscal year has seen a rapid economic slowdown affecting the global economy. To date, the Company has seen a slowing of corporate business (both employee relocations and office moving). At this time, the intensity of this slowdown and any future impact on the Company's operations are unknown.

Included in the December 31, 2001 notes receivable is US$922,000 in secured notes from McCalif Growers Supplies, Inc. and WJM Development Inc. (McCalif's parent company). McCalif is a distributor of horticultural supplies and until May 2000 was 67%-owned by the Company. A 50% interest in McCalif was sold to WJM in the quarter ended June 30, 2000, leaving the Company with a 17% ownership interest. During Q1-01 McCalif filed for bankruptcy protection under Chapter 11 of the United States Bankruptcy Code and is currently preparing a plan of reorganization. Management has fully provided against these notes with the result that no further balance sheet exposure exists. Any amounts ultimately received by the Company out of the bankruptcy will be recognized as income when received.

In fiscal 2002, the Company amortized $170,381 of goodwill to earnings. Subsequent to year end, the Company adopted new accounting standards for goodwill as prescribed by the Canadian Institute of Chartered Accountants. These provisions require that companies cease amortizing goodwill. Instead, the Company value of goodwill will be tested annually at the reporting unit level. Testing for goodwill impairment is a two-step process. The first step involves the comparison of the fair value of the reporting unit to its carrying amount. If the fair value is less than the carrying amount, the second step must be performed. In this step, the reporting units fair value is allocated to its assets and liabilities in order to determine the implied fair value of the goodwill. This implied value is then compared to the carrying amount of goodwill and, if less, the Company must report an impairment loss. Any loss will be charged to retained earnings in the first year of adoption and to earnings in all subsequent years.

The Company is subject to the same risk factors and vagaries of the marketplace associated with all companies operating in the household and commercial moving industries in Canada and knows of no conditions which presently exist in these areas of the business likely to have any material adverse effect on its operations or on the prospects of such business. The Company maintains satisfactory relationships with a stable group of partners and franchisees. The AMJ Campbell agency agreement with Atlas Van Lines runs to April 30, 2005.

AUDITORS' REPORT TO THE SHAREHOLDERS

We have audited the consolidated balance sheets of AMJ Campbell Inc. (formerly CamVec Corporation) as at March 31, 2002 and 2001 and the consolidated statements of earnings, retained earnings (deficit) and cash flows for the years then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of the Company as at March 31, 2002 and 2001 and the results of its operations and its cash flows for the years then ended in accordance with Canadian generally accepted accounting principles.

Chartered Accountants

KPMG LLP

Mississauga, Canada
May 10, 2002

CONSOLIDATED BALANCE SHEETS

March 31, 2002 and 2001		2002		2001
ASSETS				
Current assets:				
Accounts receivable	$	**18,559,899**	$	18,956,495
Current portion of notes receivable (note 3)		**132,188**		510,423
Income taxes recoverable		**1,513**		—
Prepaid and other current assets		**1,559,745**		1,129,429
		20,253,345		20,596,347
Investment (note 3)		—		250,665
Notes receivable (note 3)		—		1,385,277
Future income taxes (note 4)		**2,562,746**		4,230,990
Fixed assets (note 5)		**8,046,903**		8,955,757
Goodwill (note 6)		**6,206,295**		6,376,676
	$	**37,069,289**	$	41,795,712
LIABILITIES AND SHAREHOLDERS' EQUITY				
Current liabilities:				
Bank indebtedness (note 7)	$	**7,745,681**	$	9,518,475
Accounts payable and accrued liabilities		**8,347,299**		9,123,197
Income taxes payable		—		144,789
Current portion of long-term debt (note 8)		**915,689**		1,834,656
		17,008,669		20,621,117
Long-term debt (note 8)		**4,357,808**		2,907,561
Deferred items (note 9)		**723,763**		962,063
Minority interest		**2,824,633**		2,806,093
Shareholders' equity (note 10)		**12,154,416**		14,498,878
	$	**37,069,289**	$	41,795,712

Operating lease commitments (note 11)

Contingent liabilities (note 12)

See accompanying notes to consolidated financial statements.

On behalf of the Board:

Director | Director

CONSOLIDATED STATEMENTS OF EARNINGS

Years ended March 31, 2002 and 2001	2002	2001
Revenue	**$ 87,796,928**	$ 88,873,985
Direct costs and other expenses	**84,134,353**	80,899,141
Depreciation and amortization	**1,643,409**	1,781,822
Earnings from operations before minority interest in partnerships, interest expense and income taxes	**2,019,166**	6,193,022
Minority interest in partnerships	**(276,179)**	(767,523)
Earnings from operations before interest expense	**1,742,987**	5,425,499
Interest expense, net	**925,063**	1,111,619
Earnings before income taxes and minority interest in subsidiaries	**817,924**	4,313,880
Income taxes (note 4)	**342,102**	1,603,150
	475,822	2,710,730
Minority interest in subsidiaries	**(252,321)**	(502,691)
Earnings from continuing operations	**223,501**	2,208,039
Discontinued operations (note 3)	**(2,457,098)**	—
Net earnings (loss)	**$ (2,233,597)**	$ 2,208,039
Net earnings per share from continuing operations	**$ 0.03**	$ 0.33
Net earnings (loss) per share	**(0.33)**	0.33
Fully diluted earnings (loss) per share	**(0.33)**	0.32
Weighted average number of shares outstanding:		
Basic	**6,731,231**	6,764,131
Exercise of options	**—**	135,991
Diluted	**6,731,231**	6,900,121

See accompanying notes to consolidated financial statements.

CONSOLIDATED STATEMENTS OF RETAINED EARNINGS (DEFICIT)

Years ended March 31, 2002 and 2001	2002	2001
Retained earnings (deficit), beginning of year	**$ 1,190,584**	$ (1,017,455)
Net earnings (loss)	**(2,233,597)**	2,208,039
Retained earnings (deficit), end of year	**$ (1,043,013)**	$ 1,190,584

See accompanying notes to consolidated financial statements.

Years ended March 31, 2002 and 2001	2002	2001
Cash provided by (used in):		
Operations:		
Earnings from continuing operations	$ **223,501**	$ 2,208,039
Items not involving cash:		
Depreciation and amortization	**1,643,409**	1,781,822
Future income taxes	**223,251**	1,280,252
Minority interest in partnerships and subsidiaries	**528,500**	1,270,214
	2,618,661	6,540,327
Change in non-cash operating working capital	**(323,781)**	(2,058,669)
Cash flows from operations	**2,294,880**	4,481,658
Financing:		
Repurchase of capital stock	**(110,865)**	—
Portion of inducement paid to franchisees	**(103,723)**	(103,700)
Change in operating loans	**(1,772,794)**	2,009,567
Repayment of long-term debt	**—**	(2,608,213)
Long-term debt incurred	**513,280**	—
	(1,474,102)	(702,346)
Investments:		
Acquisition of subsidiaries	**—**	(391,000)
Notes receivable, net	**491,656**	1,070
Additions to fixed assets and other assets	**(802,474)**	(1,551,119)
Distributions to minority interest	**(509,960)**	(1,838,263)
	(820,778)	(3,779,312)
Cash position, beginning and end of year	$ **—**	$ —
Supplemental cash flow information:		
Interest paid	$ **920,000**	$ 1,105,000
Income taxes paid	**125,000**	325,000

See accompanying notes to consolidated financial statements.

1. SIGNIFICANT ACCOUNTING POLICIES:

These consolidated financial statements are prepared in accordance with accounting principles generally accepted in Canada. Significant accounting policies adopted by the Company are as follows:

(a) Basis of presentation:

(i) The consolidated financial statements include the accounts of the Company and all subsidiary companies and all partnership interests over which the Company exercises control.

(ii) The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the year. Actual amounts could differ from those estimates.

(b) Revenue recognition:

Moving revenue is recognized on completion of the move or related service thereof performed by the Company. Warehousing and storage revenue is recognized as the service is performed. Franchise fees are recognized pursuant to the terms of the relevant franchise agreement.

(c) Fixed assets:

Fixed assets are recorded at cost and depreciated on a straight-line basis over their estimated useful lives as follows:

Buildings	40 years
Machinery and equipment	5–10 years

(d) Goodwill:

Goodwill is being amortized on a straight-line basis over 40 years. Management assesses the recoverability of goodwill by determining whether the recorded amounts can be recovered in the remaining period of amortization through projected undiscounted future operating results.

(e) Income taxes:

The asset and liability method of tax allocation is used for accounting for income taxes. Under this method, future income tax assets and future income tax liabilities are determined using income tax rates and income tax laws that are expected to apply when the asset is realized or the liability is settled.

(f) Financial instruments:

The carrying values of accounts receivable, bank indebtedness and accounts payable approximate the fair values on a discounted cash flow basis because of the near-term nature of these instruments.

The carrying value of notes receivable and long-term debt approximates fair value since the interest rates are based on bank prime rates or are comparable to market rates.

(g) Stock-based compensation:

The Company has a stock option plan for employees and directors which is described in note 10(c). All stock options issued under the plan have an exercise price equal to the fair market value of the underlying common shares on the date of grant. As a result, no compensation expense is recorded on the grant of options under the plan. Consideration paid by employees on the exercise of stock options is recorded as share capital.

(h) Earnings (loss) per share:

Effective April 1, 2001, the Company adopted the revised CICA accounting standard for determining earnings per share. The treasury stock method has been used for calculating diluted earnings (loss) per share in 2002.

Diluted earnings (loss) per common share reflects the potential diluted effect of stock options under the Company's stock option plan assuming that the proceeds are used to purchase common shares at the average market price during the year.

2. ACQUISITIONS:

On May 31, 2000, the Company acquired a 50% effective interest in 1093693 Ontario Limited. A 100% interest was acquired by the Company's 50%-owned subsidiary, 1276662 Ontario Limited. The acquisition was accounted for by the purchase method with the results of operations included since the date of acquisition.

On December 31, 2000, the Company acquired a 50% effective interest in Express Office Services Inc. A 100% interest was acquired by the Company's 50%-owned subsidiary, 1452522 Ontario Inc. The acquisition was accounted for by the purchase method with the results of operations included since the date of acquisition.

Details of net assets acquired, at fair values, are as follows:

	1093693 Ontario Limited	Express Office Services
Fixed assets	$ 80,000	$ 54,200
Goodwill	111,000	145,800
	$ 191,000	$ 200,000
Consideration:		
Cash	$ 191,000	$ 200,000

3. DISCONTINUED OPERATIONS:

Discontinued operations consists of the following:

Provision for McCalif bankruptcy	$ 1,012,098
Provision for future income taxes	1,445,000
	$ 2,457,098

During the year, the Company provided fully for its investment in and notes receivable to McCalif Growers Supplies, Inc. ("McCalif"). On June 28, 2001, McCalif filed for bankruptcy protection under Chapter 11 of the United States Bankruptcy Code. At the time of filing, McCalif, and a corporation related to McCalif, had notes payable to the Company totalling $1,470,382. In addition, the Company had a 17% ownership interest in McCalif recorded at $250,625. Shortly after the Chapter 11 filing, the Company fully wrote off its investment in McCalif and part of the carrying value of the notes receivable. A loss from discontinued operations of $1,012,098 was booked to reflect this provision. The balance of the notes receivable were written off as a consequence of settling a legal action against the Company's counsel to the transaction for failure to perfect security for the notes. The Company is pursuing additional settlement on the notes under the bankruptcy filing. Such settlement will be recognized as income when received.

During the year, provision was made for a rate reduction of $1,445,000 on future income taxes related to previously recorded discontinued operations.

The carrying values of net assets of discontinued operations were $68,883 at March 31, 2002 (2001 – $982,980).

The remaining investment and notes receivable related to the disposition of non-core business are as follows:

	2002	2001
Retained investment in common shares	$ —	$ 250,665
US$nil note receivable (2000 – $588,893)	$ —	$ 928,272
US$nil note receivable (2000 – $446,186)	—	703,323
95,231 Euros (2001 – 150,000 Irish pounds)	**132,188**	264,105
		1,895,700
Less current portion	**132,188**	510,423
	$ —	$ 1,385,277

4. INCOME TAXES:

The tax effects of temporary differences that give rise to significant portions of the future income tax assets and liabilities are:

	2002	2001
Future income tax assets:		
Deferred income items	**$ 253,317**	$ 446,373
Non-capital loss carryforward	**2,240,084**	3,712,716
Net capital loss	**1,700,000**	2,134,531
Accrued liabilities not deductible until paid	**296,815**	516,420
Other	**—**	85,469
Total future income tax assets	**4,490,216**	6,895,509
Less valuation allowance	**1,700,000**	2,200,000
Net future income tax assets	**2,790,216**	4,695,509
Future income tax liability:		
Fixed assets, principally due to depreciation differences	**227,470**	464,519
Net future income tax asset	**$ 2,562,746**	$ 4,230,990

In assessing the realizability of future income tax assets, management considers whether it is more likely than not that some portion or all of the future income tax assets will not be realized. The ultimate realization of future income tax assets is dependent upon the realization of future taxable income during the periods in which those temporary differences become deductible. Management considers the scheduled reversal of taxable temporary differences, projected future taxable income, and tax planning strategies in making this assessment. Based upon the level of projected future taxable income over the periods which the future income tax assets are deductible, management believes it is more likely than not the Company will realize benefits of these deductible temporary differences net of the valuation allowance at March 31, 2002. The amount of the future income tax asset considered realizable, however, could be reduced in the near term if estimates of future taxable income are reduced.

The provision for income taxes is comprised of the following:

	2002	2001
Current	**$ 118,851**	$ 322,898
Future	**223,251**	1,280,252
	$ 342,102	$ 1,603,150

The Company's provision for income taxes differs from the provision that would result from using the statutory combined federal and provincial income tax rate. The explanation for this difference is as follows:

	2002	2001
Statutory combined federal and provincial income tax rate	**40.8%**	43.3%
Non-deductible expenses	**15.3%**	3.0%
Lower tax rates in Canadian-controlled private corporations	**(3.8%)**	(1.0%)
Other	**(10.5%)**	(8.1%)
	41.8%	37.2%

5. FIXED ASSETS:

			2002	2001
	Cost	Accumulated depreciation	Net book value	Net book value
Land	$ 1,812,000	$ —	$ 1,812,000	$ 1,833,979
Buildings	4,634,967	(1,567,940)	3,067,027	3,362,038
Machinery and equipment	13,411,712	(10,243,836)	3,167,876	3,759,740
	$ 19,858,679	$(11,811,776)	$ 8,046,903	$ 8,955,757

6. GOODWILL:

			2002	2001
	Cost	Accumulated depreciation	Net book value	Net book value
Goodwill	$ 8,198,359	$ (1,992,064)	$ 6,206,295	$ 6,376,676

7. BANK INDEBTEDNESS:

At March 31, 2002, operating bank loans were outstanding in the aggregate amount of $7,745,681 (2001 – $9,518,475) between the Company ($6,916,844) and its subsidiaries ($828,837).

Operating bank loan facilities available to the Company and its subsidiaries at year end totalled $11,825,000 (2001 – $11,700,000).

Borrowings under these facilities are repayable on demand, bear interest at the bank prime rate plus 0.5% to 1.0% per annum, and are subject to first charge security on substantially all of the assets of the Company or its subsidiaries.

The agreements governing bank borrowings, including the bank term loans described in note 8, contain certain restrictions on the operations and activities of the Company, the most significant of which include the maintenance of financial ratios, debt incurrence tests at the time of additional borrowing and restrictions on investments and capital expenditures.

8. LONG-TERM DEBT:

	2002	2001
Bank term loans, bearing interest at the bank prime rate plus 1.50% (a)	$ 4,500,000	$ 4,030,298
Mortgage, bearing interest at 10-1/8% (b)	494,514	517,993
Various equipment loans bearing interest at rates between the bank prime plus 0.75% and 1.25% (c)	278,983	193,926
	5,273,497	4,742,217
Less current portion	915,689	1,834,656
	$ 4,357,808	$ 2,907,561

Interest expense on long-term debt amounted to $214,147 in 2002 (2001 – $440,368).

(a) The bank term loans represent loans under a demand credit facility with a repayment term of ten years. The bank term loan was advanced to the Company on March 31, 2002. Repayments are scheduled to begin August 2002 with a $5,000 instalment and monthly instalments of $45,000 through the balance of 2002.

The bank term loans are secured by a first charge on substantially all of the assets of the Company with the exception of the assets of the Toronto East/Ottawa franchises and Intermove International, Inc.

(b) The mortgage is due on April 1, 2002, is repayable in monthly payments of $6,238, including interest, and is secured by a first charge on certain land and building.

(c) The various equipment loans are repayable over terms up to four years and are secured by a first charge on specific equipment or by a first charge on substantially all of the assets of the Toronto East/Ottawa franchises.

Principal repayments required in each of the next five years on all long-term debt are as follows:

Year ending March 31:	
2003	$ 915,689
2004	599,848
2005	587,178
2006	570,049
2007	540,000
	$ 3,212,764

9. DEFERRED ITEMS:

	2002	2001
Deferred income	**$ 414,046**	$ 548,623
Inducements payable to franchisees	**309,717**	413,440
	$ 723,763	$ 962,063

The deferred income and the inducement payable to franchisees arose when the Company, on behalf of its AMJ Campbell Van Lines division, entered into an exclusive agency agreement expiring in 2005 and as consideration received an inducement payment of $2,500,000. The deferred income is being amortized to income over the term of the agreement and the inducement payable to franchisees, subject to certain performance criteria, is being paid to franchisees over the same term.

10. SHAREHOLDERS' EQUITY:

(a) Shareholders' equity is comprised of the following:

	2002	2001
Share capital	**$13,197,429**	$13,308,294
Retained earnings	**(1,043,013)**	1,190,584
	$12,154,416	$14,498,878

(b) Details of share capital are as follows:

Authorized:

Unlimited first preference shares

Unlimited common shares

Issued common shares:

	Shares	Amount
Balance, March 31, 2000 and 2001	6,764,131	$13,308,294
Repurchases pursuant to a normal course issuer bid	(56,400)	(110,865)
Balance March 31, 2002 and 2001	**6,707,731**	**$13,197,429**

During the period March 14, 2001 to March 13, 2002, the Company had a normal course issuer bid outstanding, whereby the Company had the ability to purchase for cancellation up to 338,000 common shares. During the period, the Company repurchased for cancellation 56,400 shares at a total cost of $110,865.

(c) Details of share options are as follows:

	2002		2001	
	Share	**Weighted average exercise price**	Share	Weighted average exercise price
Outstanding, beginning of year	**710,000**	**$ 3.78**	485,000	$ 5.30
Granted	**110,000**	**2.15**	255,000	1.92
Forfeited or expired	**(295,000)**	**5.49**	(30,000)	1.98
Outstanding, end of year	**525,000**	**2.48**	710,000	4.57
Exercisable, end of year	**305,000**	**2.78**	468,750	3.78

At March 31, 2002, the exercise prices and average remaining contractual life are as follows:

Exercise price	**Number outstanding**	**Average remaining contractual life (years)**	**Number exercisable**
$4.00	**50,000**	**0.42**	**50,000**
$5.00	**40,000**	**0.42**	**40,000**
$2.35	**90,000**	**1.50**	**67,500**
$2.15	**10,000**	**1.92**	**7,500**
$1.98	**185,000**	**2.25**	**92,500**
$1.61	**40,000**	**2.67**	**20,000**
$2.15	**110,000**	**3.17**	**27,500**
	525,000	**2.02**	**305,000**

11. OPERATING LEASE COMMITMENTS:

At March 31, 2002, the Company was committed, pursuant to operating leases for premises, machinery and equipment and vehicles, to minimum annual rental payments, exclusive of other occupancy charges, approximately as follows:

Year ending March 31:	
2003	$ 3,702,803
2004	3,205,077
2005	1,979,223
2006	1,576,329
2007	523,438
Thereafter	391,759
	$11,378,629

12. CONTINGENT LIABILITIES:

There exist certain claims against the Company and its subsidiaries, none of which is expected to be successful or to have a material effect on the financial position or results of operations of the Company.

DIRECTORS AND OFFICERS

DIRECTORS

Bruce D. Bowser
President and CEO, AMJ Campbell Inc.

Albert Gnat, Q.C.
Partner, Lang Michener (Solicitors)

Alan D. Horn, CA
Vice President, Finance and CFO,
Rogers Communications Inc.

Wayne M.E. McLeod, FCA
Corporate Director and Chairman of AMJ Campbell Inc.

The Honourable Michael A. Meighen, Q.C.
Counsel, Ogilvy Renault (Solicitors)

K. (Rai) Sahi
Chairman and CEO, Acktion Corporation

Robert Steele
President and COO, Newfoundland Capital Corporation

Benjamin Swirsky, FCA
Chairman and CEO, Beswir Properties Inc.

John H. Tory, Q.C.
President and CEO, Rogers Cable Inc.

OFFICERS

AMJ Campbell Inc.
Wayne M.E. McLeod, FCA
Chairman of the Board

Bruce D. Bowser
President and CEO

Robert M. Motz, CA
Secretary and CFO

AMJ Campbell Van Lines
Denis M. Frappier
Executive Vice President

E. Bruce Cutler
Vice President, Finance

Ole K. Jensen
Vice President, International

CORPORATE INFORMATION

AUDITORS

KPMG LLP
Chartered Accountants, Mississauga, Ontario

LEGAL COUNSEL

Lang Michener
Toronto, Ontario

TRANSFER AGENT AND REGISTRAR

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100 University Avenue
Toronto, Ontario M5J 2Y1
Tel: (416) 981-9500/1-800-663-9097
E-mail: faq@Computershare.com
Website: www.Computershare.com

CORPORATE GOVERNANCE

A statement of AMJ Campbell Inc.'s corporate governance practices may be obtained from the Corporation's head office.

CORPORATE HEADQUARTERS

AMJ Campbell Inc.
1190 Meyerside Drive, Mississauga, Ontario L5T 1R7
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STOCK LISTING

Toronto Stock Exchange
Symbol: AMJ

INQUIRIES

Robert M. Motz, CA
Secretary and CFO
Tel: (905) 795-3819

ANNUAL MEETING

The annual meeting of Shareholders will be held in the Library Room, Fairmont Royal York Hotel, 100 Front St. W., Toronto, Ontario M5J 1E3, on Wednesday, June 26, 2002, at 3:30 p.m.

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AMJ Campbell is the only moving company in Canada that offers residential, office and international moving capabilities. Established in 1934, we have become Canada's leading mover through a commitment to quality and by building successful relationships with our customers, partners and staff. From our packers and drivers all the way to the president of the company, our dedicated team of professionals is committed to making your move a great move, no matter where you're going.

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SATELLITE TRACKING. OUR TOOLS AND EXPERIENCE ENABLE US TO OFFER SERVICES SUCH AS CUSTOM

HOUSECLEANING, CLIMATE CONTROLLED STORAGE, TRANSPORTATION FOR CARS AND

FOR PETS AND PLANTS. OUR SOLID FOUNDATION

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CONSISTENTLY EXCEED CUSTOMER EXPECTATIONS AND REMAIN CANADA'S MOVER OF CHOICE.

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